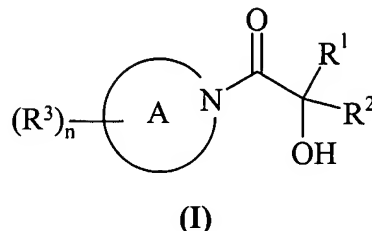


IN THE CLAIMS:

Claim 1 (currently amended): A compound of formula (I):



wherein:

Ring A is piperazinyl substituted on nitrogen by R^4 -D-;

R^1 and R^2 are independently C_k alkyl optionally substituted by 1 to $2k+1$ atoms selected from fluoro and chloro wherein k is 1-3;

or R^1 and R^2 together with the carbon atom to which they are attached, form a C_m cycloalkyl ring optionally substituted by 1 to $2m-2$ fluorine atoms wherein m is 3-5;

R^3 is a substituent on carbon and is halo, hydroxy, cyano, formyl, amino, nitro, carboxy, carbamoyl, ureido, thiol, sulphamoyl or R^5 -E-;

R^4 is C_{1-6} alkyl, phenyl or a heterocyclic group, wherein in R^4 any C_{1-6} alkyl, phenyl or heterocyclic group groups (on a ring carbon) may be optionally substituted by one or more R^6 and if said heterocyclic group contains an -NH moiety that nitrogen may be optionally substituted by a group selected from R^8 ;

D is $-N(R^9)C(O)-$, $-S(O)_2-$ or $-NS(O)_2-$;

R^5 is C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{3-6} cycloalkyl, phenyl, naphthyl or a heterocyclic group, wherein in R^5 any C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{3-6} cycloalkyl, phenyl, naphthyl or heterocyclic groups (on a ring carbon) may be optionally substituted by one or more R^6 and if said heterocyclic group contains an -NH moiety that nitrogen may be optionally substituted by a group selected from R^8 ;

E is $-O-$, $N(R^9)-$, $C(O)-$, $N(R^9)C(O)-$, $C(O)N(R^9)-$, $S(O)_a-$ wherein a is 0-2, $OC(O)-$, $-C(O)O-$, $N(R^9)C(O)O-$, $OC(O)N(R^9)-$, $C(S)N(R^9)-$, $N(R^9)C(S)-$, $SO_2N(R^9)-$, $-N(R^9)SO_2-$, $N(R^9)C(O)N(R^9)-$, $N(R^9)C(S)N(R^9)-$, $SO_2NHC(O)-$, $SO_2N(R^9)C(O)-$, $-C(O)NHSO_2-$ or E is a direct bond;

R⁶ is trifluoromethyl, C₁₋₆alkyl, halo, hydroxy, trifluoromethoxy, cyano, C₁₋₆alkoxy, formyl, C₁₋₆alkanoyl, C₁₋₆alkanoyloxy, amino, *N*-(C₁₋₆alkyl)amino, *N*-(C₁₋₆alkyl)₂amino, C₁₋₆alkanoylamino, C₁₋₆alkanoyl(*N*-C₁₋₆alkyl)amino, nitro, carboxy, carbamoyl, C₁₋₆alkoxycarbonyl, thiol, C₁₋₆alkylsulphanyl, C₁₋₆alkylsulphinyl, C₁₋₆alkylsulphonyl, C₁₋₆alkylsulphonylamino, sulphamoyl, *N*-(C₁₋₆alkyl)aminosulphonyl, *N*-(C₁₋₆alkyl)₂aminosulphonyl, *N*-(C₁₋₆alkyl)carbamoyl, *N*-(C₁₋₆alkyl)₂carbamoyl, ureido, *N'*-(C₁₋₆alkyl)ureido or *N'*-(C₁₋₆alkyl)₂ureido, C₂₋₆alkenyl, C₂₋₆alkynyl, C₃₋₆cycloalkyl, naphthyl; or phenyl or a heterocyclic group wherein in R⁶ any C₁₋₆alkyl, C₂₋₆alkenyl, C₂₋₆alkynyl, C₃₋₆cycloalkyl ~~C₃₋₆cycloalkyl~~, naphthyl; or phenyl or heterocyclic groups (on a ring carbon) may be optionally substituted by one or more R⁷ ~~and if said heterocyclic group contains an -NH- moiety that nitrogen may be optionally substituted by a group selected from R⁸~~;

R⁷ is trifluoromethyl, cyano, C₁₋₆alkyl, halo, hydroxy, trifluoromethoxy, C₁₋₆alkoxy, formyl, C₁₋₆alkanoyl, C₁₋₆alkanoyloxy, amino, *N*-(C₁₋₆alkyl)amino, *N*-(C₁₋₆alkyl)₂amino, C₁₋₆alkanoylamino, C₁₋₆alkanoyl(*N*-C₁₋₆alkyl)amino, nitro, carboxy, carbamoyl, C₁₋₆alkoxycarbonyl, thiol, C₁₋₆alkylsulphanyl, C₁₋₆alkylsulphinyl, C₁₋₆alkylsulphonyl, C₁₋₆alkylsulphonylamino, sulphamoyl, *N*-(C₁₋₆alkyl)aminosulphonyl, *N*-(C₁₋₆alkyl)₂aminosulphonyl, *N*-(C₁₋₆alkyl)carbamoyl, *N*-(C₁₋₆alkyl)₂carbamoyl, C₂₋₆alkenyl, C₂₋₆alkynyl; or C₃₋₆cycloalkyl or a heterocyclic group (optionally substituted by one or more R¹⁴), and wherein in R⁷ any C₁₋₆alkyl, C₂₋₆alkenyl, C₂₋₆alkynyl or C₃₋₆cycloalkyl ~~C₃₋₆cycloalkyl~~ groups may be optionally substituted by one or more groups selected from R¹²;

R⁸ is ~~C₁₋₆alkyl, C₁₋₆alkanoyl, C₁₋₆alkylsulphonyl, C₁₋₆alkoxycarbonyl, carbamoyl, *N*-(C₁₋₆alkyl)carbamoyl, *N,N*-(C₁₋₆alkyl)₂carbamoyl, benzoyl, (heterocyclic group)carbonyl, phenylsulphonyl, (heterocyclic group)sulphonyl, phenyl or a carbon linked heterocyclic group, and wherein in R⁸ any C₁₋₆alkyl, phenyl or heterocyclic group (on a ring carbon) may be optionally substituted by one or more R⁶, and if a heterocyclic group contains an -NH- moiety that nitrogen may be optionally substituted by a group selected from R¹⁴~~,

wherein for R^4 , R^5 , R^6 , R^7 and R^8 , a heterocyclic group is ~~selected from morpholino, piperidyl, pyridyl, pyranyl, pyrrolyl, isothiazolyl, indolyl, quinolyl, thienyl, 1,3-benzodioxolyl, thiadiazolyl, piperazinyl, thiazolidinyl, pyrrolidinyl, thiomorpholino, pyrrolinyl, homopiperazinyl, tetrahydropyranyl, imidazolyl, pyrimidyl, pyrazinyl, pyridazinyl, isoxazolyl, 4-pyridone, 1-isoquinolone, 2-pyrrolidone, 4-thiazolidone, pyridine-N-oxide, quinoline-N-oxide and combinations thereof;~~

R^9 is hydrogen or C_{1-6} alkyl optionally substituted by one or more R^{10} with the proviso that R^{10} is not a substituent on the carbon attached to a nitrogen atom;

R^{10} is halo, hydroxy, amino, cyano, nitro, trifluoromethyl, trifluoromethoxy, C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, N -(C_{1-6} alkyl)amino, N -(C_{1-6} alkyl)₂amino, C_{1-6} alkanoylamino, C_{1-6} alkanoyl(N - C_{1-6} alkyl)amino, C_{1-6} alkylsulphonylamino, C_{1-6} alkylsulphonyl(N - C_{1-6} alkyl)amino, thiol, C_{1-6} alkylsulphanyl, C_{1-6} alkylsulphinyl, C_{1-6} alkylsulphonyl, sulphamoyl, N -(C_{1-6} alkyl)aminosulphonyl, N -(C_{1-6} alkyl)₂aminosulphonyl, carboxy, carbamoyl, N -(C_{1-6} alkyl)carbamoyl, N -(C_{1-6} alkyl)₂carbamoyl, C_{1-6} alkoxycarbonyl, C_{1-6} alkanoyl or formyl;

R^{11} is ~~C_{1-6} alkyl, C_{1-6} alkanoyl, C_{1-6} alkylsulphonyl, C_{1-6} alkoxycarbonyl, carbamoyl, N -(C_{1-6} alkyl)carbamoyl, N,N -(C_{1-6} alkyl)₂carbamoyl, C_{1-6} alkoxy C_{1-6} alkanoyl, phenyl C_{1-6} alkyl, benzoyl, phenyl C_{1-6} alkanoyl, phenyl C_{1-6} alkoxycarbonyl or phenylsulphonyl and wherein in R^{11} any C_{1-6} alkyl group can be optionally substituted by one or more R^{13} ;~~

R^{12} is halo, hydroxy, N -methylpiperazinyl, N -acetylpiperazinyl, morpholino, piperidino, cyano, amino, N,N -dimethylamino, acetamido, carbamoyl, carboxy, methanesulphonyl or sulphamoyl;

R^{13} is ~~halo, hydroxy, cyano, amino, N,N -dimethylamino, acetamido, carbamoyl, carboxy, methanesulphonyl or sulphamoyl;~~

n is 0-5; wherein the values of R^3 may be the same or different;

or a pharmaceutically acceptable salt or an *in vivo* hydrolysable ester thereof.

Claim 2 (original): A compound of formula (I) according to claim 1 wherein one of R^1 and R^2 is methyl and the other is trifluoromethyl;

or a pharmaceutically acceptable salt or an *in vivo* hydrolysable ester thereof.

Claim 3 (canceled).

Claim 4 (currently amended): A compound of formula (I) according to claim 1 wherein R³ is a substituent on carbon and is selected from amino, and methyl, ~~4-mesylphenylsulphonyl, 4-methylthiophenylthio, 4-fluorobenzoyl and 4-cyanobenzoylamine;~~
or a pharmaceutically acceptable salt or an *in vivo* hydrolysable ester thereof.

Claim 5 (previously presented): A compound of formula (I) according to claim 1 wherein R⁴ is C₁₋₄alkyl, phenyl {optionally substituted with one or more *t*-butyl, isopropyl, nitro, halo, *N,N*-dimethylcarbamoyl, *N,N*-dimethylamino, 2-hydroxyethylamino, cyano, acetyl, methoxy or carboxy} or thienyl;
or a pharmaceutically acceptable salt or an *in vivo* hydrolysable ester thereof.

Claim 6 (previously presented): A compound of formula (I) according to claim 1 wherein D is -SO₂-;
or a pharmaceutically acceptable salt or an *in vivo* hydrolysable ester thereof.

Claim 7 (previously presented): A compound of formula (I) according to claim 1 wherein n is 0 - 3;
or a pharmaceutically acceptable salt or an *in vivo* hydrolysable ester thereof.

Claim 8 (previously presented): A compound of formula (I) according to claim 1, selected from:

(R)-[(2S,5R)-2-methyl-5-methyl-4-(4-carboxyphenylsulphonyl)-1-(3,3,3-trifluoro-2-hydroxy-2-methylpropionyl)piperazine];

(R)-[(2S,5R)-2-methyl-5-methyl-4-(4-dimethylcarbamoylphenylsulphonyl)-1-(3,3,3-trifluoro-2-hydroxy-2-methylpropionyl)piperazine];

(R)-[(2S,5R)-2-methyl-5-methyl-4-(4-fluorophenylsulphonyl)-1-(3,3,3-trifluoro-2-hydroxy-2-methylpropionyl)piperazine];

(R)-{(2S,5R)-2-methyl-5-methyl-4-[4-(2-hydroxyethylamino)phenylsulphonyl]-1-(3,3,3-trifluoro-2-hydroxy-2-methylpropionyl)piperazine};

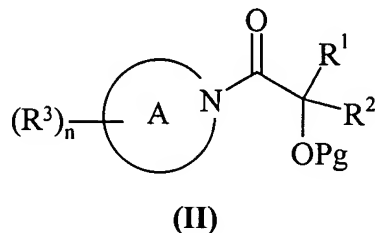
(R)-[(2S,5R)-2-methyl-5-methyl-4-(4-cyanophenylsulphonyl)-1-(3,3,3-trifluoro-2-hydroxy-2-methylpropionyl)piperazine]; and

(R)-[(2S,5R)-2-methyl-5-methyl-4-(4-methoxyphenylsulphonyl)-1-(3,3,3-trifluoro-2-hydroxy-2-methylpropionyl)piperazine];

or a pharmaceutically acceptable salt or an *in vivo* hydrolysable ester thereof.

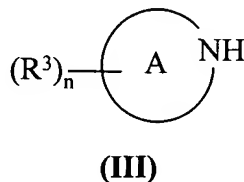
Claim 9 (previously presented): A process for preparing a compound of formula (I) as described in claim 1, or a pharmaceutically acceptable salt or an *in vivo* hydrolysable ester thereof, which process (in which variable groups are as defined in claim 1 for formula (I) unless otherwise stated) comprises of:

(a) deprotecting a protected compound of formula (II):

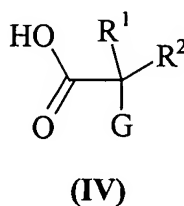


where Pg is an alcohol protecting group;

(b) coupling an amine of formula (III):



with an acid of formula (IV):



wherein G is a hydroxyl group;

(c) coupling an amine of formula (III) with an activated acid derivative of formula (IV)

wherein G is a hydroxyl group which may be protected as an ester or ether;

and thereafter if necessary:

i) converting a compound of the formula (I) into another compound of the formula (I);

ii) removing any protecting groups; or

iii) forming a pharmaceutically acceptable salt or *in vivo* hydrolysable ester.

Claim 10 (previously presented): A pharmaceutical composition which comprises a compound of formula (I) according to any one of claims 1-2 and 4-8, or a pharmaceutically acceptable salt or *in vivo* hydrolysable ester thereof in association with a pharmaceutically-acceptable diluent or carrier.

Claims 11-15 (canceled).

Claim 16 (previously presented): A method for the treatment of diabetes mellitus, said method comprising administering to a warm-blooded animal in need thereof a diabetes mellitus effective amount of a compound of the formula (I) or pharmaceutically acceptable salt or an *in vivo* hydrolysable ester thereof, as claimed in any one of claims 1-2 and 4-8.

Claim 17 (previously presented): A method for the treatment of peripheral vascular disease, said method comprising administering to a warm-blooded animal in need thereof a peripheral vascular disease effective amount of a compound of the formula (I) or pharmaceutically acceptable salt or an *in vivo* hydrolysable ester thereof, as claimed in any one of claims 1-2 and 4-8.

Claim 18 (currently amended): A method for the treatment of myocardial or cerebral ischaemia, said method comprising administering to a warm-blooded animal in need thereof a myocardial or cerebral ~~an~~-ischaemia effective amount of a compound of the formula (I) or

pharmaceutically acceptable salt or an *in vivo* hydrolysable ester thereof, as claimed in any one of claims 1-2 and 4-8.

Claim 19 (previously presented): A method for the treatment of hyperlipidaemia, said method comprising administering to a warm-blooded animal in need thereof a hyperlipidaemia effective amount of a compound of the formula (I) or pharmaceutically acceptable salt or an *in vivo* hydrolysable ester thereof, as claimed in any one of claims 1-2 and 4-8.

Claim 20 (currently amended): A method for the treatment of Alzheimer's ~~Alzheimers~~-disease, said method comprising administering to a warm-blooded animal in need thereof an Alzheimer's ~~Alzheimers~~-disease effective amount of a compound of the formula (I) or pharmaceutically acceptable salt or an *in vivo* hydrolysable ester thereof, as claimed in any one of claims 1-2 and 4-8.

Claim 21 (previously presented): A method for the treatment of atherosclerosis, said method comprising administering to a warm-blooded animal in need thereof an atherosclerosis effective amount of a compound of the formula (I) or pharmaceutically acceptable salt or an *in vivo* hydrolysable ester thereof, as claimed in any one of claims 1-2 and 4-8.